

City of Lynnwood History & Heritage Board

Bylaws

Draft
March 1, 2017

ARTICLE I: Authority - Name

The History & Heritage Board (the “Heritage Board” or “Board” herein) of the City of Lynnwood was established by the City Council by adoption of Ordinance 3248 (Chapter 2.30 LMC) and operates under authority of that ordinance and Chapter 2.24 LMC.

ARTICLE II: Purpose and Mission

The Heritage Board is an advisory board of the City of Lynnwood whose duties as set forth in LMC 2.30 are to advise and recommend to the mayor and city council in regard to historical, cultural, and heritage recognition, promotion and preservation activities of historic sites, buildings, artifacts, and parks; partner on exhibits, events and operations of Heritage Park and the Interurban Trail; and to perform such other duties as the mayor may direct.

The mission of the Board is to:

Connect community members to the history and heritage of Lynnwood to build a positive sense of place, by:

- Collaborating with community partners to collect and promote the history and heritage of Lynnwood.
- Recognizing history and heritage sites through signage, markers, historic registry and interpretive information.
- Advocating to preserve nature, parks, sites, buildings, and artifacts, and for City policies and legislations that are informed by an understanding of history and heritage.

ARTICLE III: Members

The Heritage Board for the City of Lynnwood consists of four at-large members and three ex officio members. At-large members of the board shall be appointed to a position for a term of three years (or for fulfillment of an unexpired term); ex officio members shall be selected by the board and serve for a three-year term (or the fulfillment of an unexpired term). Ex officio members may be selected from any organization or group that has Lynnwood history or heritage as their focus of work, such as: Lynnwood Alderwood Manor Heritage Association and Museum, Sno-Isle Genealogical Society, Heritage Park Docent, and Snohomish County Tourism Bureau. Members may be eligible to serve more than one term.

Four (4) additional non-voting, liaison members, one each from the City's Arts Commission, Diversity, Equity, & Inclusion Commission, Parks & Recreation Board, and Planning Commission, are invited to participate with the Heritage Board. Members will be selected by their respective bodies.

Residency Requirement

No more than two member(s) of the at-large board positions may be nonresident(s) of the city of Lynnwood and serve as "community stakeholders." Community stakeholder members must have a Lynnwood mailing address and live in the city's municipal urban growth area. There is a preference for city of Lynnwood residents over nonresident candidates. There are no residency requirements for ex officio members.

Appointment

At-large members are appointed by the Mayor with approval of the City Council. Vacancies shall be filled for an unexpired term in the same manner as the original appointment. Board members interested in reappointment to an additional term must notify the staff liaison in writing no less than 90 days prior to the end of his/her term.

Resignation

Whenever a Board member is no longer qualified to serve, or is unable to fulfill the responsibilities of a Board member and desires to resign, then a resignation may be tendered in writing to the staff liaison.

Attendance

Board members commit to attending a minimum of 75% of all regularly scheduled meetings, workshops, and special meetings. Board members whose attendance does not conform to these requirements, taking into account any unique circumstances that may affect attendance based on discussion between the Staff Liaison and the Chair, may be recommended to the Mayor for removal from the Board by formal action of the Board at a regular meeting. **With advance notice and approval by the Chair, a member may attend the meeting remotely and vote on business items.**

Removal

The Board may recommend to the Mayor the removal of any Board member who misses twenty-five percent (25%) or more of the regularly scheduled meetings, workshops, and special meetings within any twelve (12) month period without being excused by the Chair prior to an absence.

Recommendations for removal to the Mayor must be adopted at a meeting of the Board.

Unofficial Members

The Board members may appoint community members to serve on Ad Hoc committees, work with community member volunteers on programs and projects or allow students to participate in a non-voting role on the board.

ARTICLE IV: Officers

The elected officers of the Heritage Board include a Chair, Vice Chair and a Secretary. Their duties are:

The Chair shall preside over the Heritage Board and exercise all the powers incidental to the office which includes: preside at all meetings, appoint all committees, be a spokesperson for the Board, and authorize calls for any special meetings.

The immediate past Chair shall serve as Vice Chair and perform the duties of Chair in his/her absence unless the past Chair's term is expiring, in which case the Board shall nominate and elect a Vice Chair.

During the absence, disability or disqualification of the Chair or Vice Chair, the board members shall elect a temporary chair for the meeting.

A presiding officer shall retain the full right as a member of the Heritage Board to vote to deliberate and vote on all issues coming before the Heritage Board and to propose and second motions.

The Secretary shall keep a true and accurate account of all proceedings of the Board meetings.

Elections of officers shall take place annually in the month of December. Nominations shall be made from the floor. The election shall follow immediately thereafter. Nominees receiving a majority vote shall be declared elected.

Officer positions can only be filled by a voting member of the board. The elected officers shall immediately assume their positions at the conclusion of the elections and shall serve one (1) year.

Vacancies in elective offices shall be filled immediately by regular election procedure for the unexpired portion of the term.

ARTICLE V: Meetings

The regular meetings of the Board shall be held on a regular and recurring schedule approved by the Board on an annual basis.

Special meetings may be called at any time by the Chair or, in the Chair's absence, by the Vice Chair. Notice of special meetings shall be provided to each member at least 24 hours in advance. The notice shall specify the time and place of the special meeting.

All meetings of the Heritage Board will be open to the public and held in a designated City facility.

A quorum is required for the transaction of business at all meetings. A quorum consists of a majority of the voting members of the Heritage Board.

A City of Lynnwood staff designee(s) shall serve as non-voting liaisons.

Except as provided by these bylaws, Roberts Rules of Order (as amended) shall govern the conduct of all board meetings.

The order of business at a regular meeting shall be as follows:

10. Call to Order
20. Roll Call
30. Approval of Minutes
40. Public Hearing(s)
50. Board Member & Committee Reports
60. Council Liaison Report
70. Citizen Comments
80. Staff Report
90. Business Items
100. Future Business
110. Adjournment

The Heritage Board may hold an Executive Session during a regular or special meeting to consider those certain matters set forth in Chapter 42.30 RCW. Notice of such Executive Session shall be published in a public agenda at least 48 hours before the meeting. No official action shall be taken at any Executive Session. In the event of any Executive Session or in the absence of a court of law having jurisdiction, no member of the Board, employee of the City, nor any other person present during the Executive Session shall disclose to any person the content or substance of any discussion of action which took place during the Session, unless authorized by a majority of the Board members.

ARTICLE VI: Committees

The Board may create standing and ad hoc committees as necessary. Board members may volunteer for standing or ad hoc committees. If there are no volunteers, the Chair of the Board shall appoint the members of each committee, not to exceed three (3) voting members.

Committees shall complete assigned tasks expeditiously and report findings, in writing, to the entire Board.

No standing or special committee shall have the power to commit the Board to the endorsement of any action, plan or program without its submission to the body of the Heritage Board.

ARTICLE VII: Conduct

Any board member having a direct or indirect interest in or who would benefit from any matter of business must disclose this interest and, if deemed inappropriate by the board or required by law or city policy or ordinance, must refrain from participating and voting on the matter at hand.

If it shall appear to any member at any time that a conflict of interest or an appearance of fairness problem exists with respect to a matter pending before the Heritage Board, it shall be the member's duty to openly state the nature of such conflict, and shall then refrain from participating in any subsequent deliberation of the Heritage Board and the decision-making process with respect to the matter.

Any board member has a right to express personal views and opinions pursuant to our Constitutional guarantees of freedom of speech. An individual member is free to voice a position, oral or written, on any issue as long as it is made clear that the member is not speaking as a representative of the City, or as a member of the Heritage Board.

ARTICLE VIII: Conduct of Public Hearings

- A. The Chair opens the Public Hearing and orally summarizes the application before the Heritage Board.
- B. The Community Development Director or designated staff provides background information, technical analysis, reviews planning considerations and policy, and summarizes the Community Development Department's findings and recommendation to the Board. Copies of staff testimony and reports shall be submitted in writing to be made part of the record.
- C. Upon recognition of the Chair, a Board member may ask relevant questions on the application to staff.
- D. The Chair opens the public hearing portion of the deliberation.
- E. The applicant or designated representative is invited to speak on behalf of the application. Upon recognition of the Chair, a Board member may ask relevant questions to the applicant, applicant's designated representative or to the staff.

- F. The public is invited to speak for or against this application. In event that there are large numbers of individuals seeking to speak on the issue, the Chair may limit the time that each individual may speak on the issue. The Chair shall alternate between proponents and opponents when possible to provide for a balanced discussion of the application. Upon recognition of the Chair, a Board member may ask relevant questions of the individual testifying.
- G. After the general public has commented on the application, the applicant is invited to speak in rebuttal or to answer questions that may have arisen.
- H. The general public is given another opportunity to rebut comments by the applicant.
- I. The Chair calls a third time for public testimony; upon hearing none the public testimony portion of the public hearings is officially closed.
- J. The Chair now opens the session for Heritage Board member deliberations and action. Upon recognition by the Chair, a Board member may direct specific questions to the staff, applicant, applicant's representative, citizen or fellow Board member to clarify issues, comments or technical questions that may not have been directly addressed during the public testimony portion of the public hearing.
- K. After reasonable time, the Chair closes further discussions and entertains a motion from the Heritage Board. The Heritage Board may approve, modify, reject or continue the item until another Board meeting date.
- L. After a motion is made and seconded, the Chair entertains additional discussion on the motion. Upon recognition of the Chair, a board member may exercise further parliamentary actions on the original motion.
- M. Upon hearing no further deliberation, the Chair takes a vote on the motion or any subsidiary motions and directs the Secretary to record the formal action as required by the Scope and Rules.

ARTICLE IX: Amendments

These Bylaws may be revised or amended at any regular meeting by majority vote provided that notification of the proposed amendment(s) have been presented in writing at least 10 days prior to the vote and that a quorum is present.